COMPANIES FORM No. 88(2)(Rev 1988)

G

Please do not write in this margin

Return of allotments of shares

Pursuant to section 88(2) of the Companies Act 1985 (the Act)



To the Registrar of Companies (address overleaf) (see note 1)

(REVISED 1988) This form replaces forms PUC2, PUC3 and 88(2)

Company number

3290130

| Please complete legibly, | |
|---------------------------|----|
| preferably in black type, | OI |
| bold block lettering | |

*insert full name of company

† distinguish between ordinary preference, etc

§ complete (a) or (b) as appropriate

1. Name of company

| *NORWICH UNION PLC | |
|--------------------|------|
| | |

2. This section must be completed for all allotments

| Description of shares † | Ordinary | - | |
|------------------------------------------------------------------------------------------|----------|---|---|
| A Number allotted | 7768 | | |
| B Nominal value of each | 10p | £ | £ |
| C Total amount (if any) paid or due and payable on each share (including premium if any) | 260p | £ | £ |

Date(s) on which the shares were allotted

- (a) [on 03 May 2000] §, or
- (b) [from 19 to 19] §

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

D Extent to which each share is to be treated as paid up.
Please use percentage.

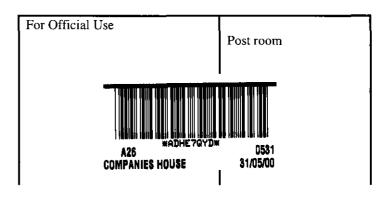
E Consideration for which the shares were allotted

NOTES

- 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
- 3. Details of bonus issues should be included only in section 2.

Presentor's name, address, telephone number and reference (if any): Lloyds TSB Registrars 54 Pershore Road South Kings Norton Birmingham B22 1AH

0121 433 8182 KE/PKS



4. Names and addresses of the allottees

| ames and Addresses | | Number of shares allotted | | | |
|------------------------------|-------|---------------------------|------------|-------|----------|
| | | Ordinary | Preference | Other | |
| Please see attached Schedule | | 7768 | | | 1 |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | 1 |
| | | | | | 1 |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | ł |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | ĺ |
| | | | | | |
| | | | | | |
| | | | | | |
| | , | | | | |
| | | | | | |
| | Total | 7768 | | | \dashv |

Please do not write in the margin.

Please complete legibly, preferably in black type, or bold block lettering

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

1

¶ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed

Designation & GROVE SECRETARY Date 26.5.00

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies Companies House Crown Way Maindy Cardiff CF4 3UZ Companies registered in Scotland should deliver this form to:-

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

NORWICH UNION PLC

DATE OF APPROPRIATION: 03 MAY 2000

| NAME & ADDRESS | NUMBER OF SHARES |
|-------------------------------------------------------------------------------------|-------------------------|
| Mrs Sandra Kay Annison 34 Grove Avenue Norwich Norfolk NR1 2QD | 3407 |
| Mr Christopher John Blunden 52 Byfords Road Huntley Gloucester GL19 3EL | 1363 |
| Mrs Margaret Elizabeth Cossey 45 Greenfields Road Dereham Norfolk NR20 3TE | 272 |
| Miss Glynis E Hogan 36 Lordship Lane East Dulwich London SE22 8HJ | 1363 |
| Mr Roger Ernest Thomas 116 St Fabian's Drive Chelmsford Essex CM1 2PR | 1363 |
| TOTAL | 7768 |